

A RESOLUTION APPROVING AND CONFIRMING CERTAIN AMENDMENTS TO THE INDENTURE OF TRUST AND LOAN AGREEMENT RELATING TO THE CITY OF FORT WAYNE VARIABLE RATE DEMAND ECONOMIC DEVELOPMENT REVENUE REFUNDING BONDS, SERIES 1987 (GEORGETOWNE PLACE VENTURE PROJECT) AND APPROVING OTHER ACTION IN RESPECT THERETO

WHEREAS, the City of Fort Wayne, Indiana (the "Issuer") did, on December 18, 1987, in accordance with the provisions of Indiana Code, Title 36, Article 7, Chapters 11.9 and 12 (the "Act"), issue its Variable Rate Demand Economic Development Revenue Refunding Bonds, Series 1987 (Georgetowne Place Venture Project) (the "Series 1987 Bonds") in the original principal amount of \$5,980,000 pursuant to an Indenture of Trust (the "Indenture") dated as of December 1, 1987 between the Issuer and Lincoln National Bank and Trust Company of Fort Wayne (predecessor of, and now known as, Norwest Bank of Fort Wayne, National Association), as Trustee, and issued for the benefit of Georgetowne Place Venture, and Indiana Limited Partnership (the "Borrower"); and

WHEREAS, the Issuer and the Borrower entered into a Loan Agreement dated as of December 1, 1987 (the "Agreement") under the terms of which the Issuer loaned to the Borrower the proceeds of the Series 1987 Bonds for the purpose of refunding the Issuer's Economic Development Revenue Bonds, Series 1985 (Georgetowne Place Venture Project); and

WHEREAS, on February 24, 1992, by the consensual acts of the parties thereto, and subsequently on May 15, 1992, August 22, 1992, March 31, 1993 and May 31, 1993, through the First Supplemental Indenture of Trust, the Second Supplemental Indenture of Trust, the Third Supplemental Indenture of Trust, and the Fourth Supplemental Indenture of Trust, respectively, the parties to the Indenture agreed to certain amendments to the terms thereof relating to the purchase, on February 24, 1992, of the Series 1987 Bonds by Lincoln National Bank and Trust Company of Fort Wayne (predecessor of, and now known as, Norwest Bank of Fort Wayne, National Association), as Letter of Credit Bank (the "Bank"), causing the Series 1987 Bonds to become Bank Bonds pursuant to Section 4.11(a) of the Indenture, pending

1 remarketing of the Series 1987 Bonds by the Remarketing
2 Agent identified in the Indenture; and

3 WHEREAS, through an Amendment to Loan
4 Agreement dated as of May 31, 1993, the parties to the
5 Agreement agreed to certain amendments to the terms
6 thereof relating to the Remarketing of the Series 1987
7 Bonds currently being held by the Bank as Bank Bonds;
8 and

9 WHEREAS, in order for the Remarketing Agent
10 to be able to successfully remarket the Series 1987
11 Bonds, the Borrower is required to secure a Substitute
12 Confirmation (as that term is defined in the
13 Indenture); and

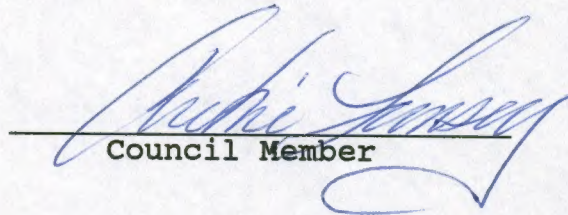
14 WHEREAS, Norwest Bank Minnesota, National
15 Association has agreed to issue a Substitute
16 Confirmation in accordance with Section 4.4 of the
17 Agreement, as amended by the aforementioned Amendment
18 to Loan Agreement.

19 NOW, THEREFORE, BE IT RESOLVED by the Common
20 Council of the City of Fort Wayne, Indiana that:

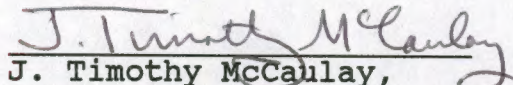
21 Section 1. It is hereby found that the
22 amendments to the Indenture reflected by the consensual
23 acts of the parties thereto of February 24, 1992, and
24 by the First Supplemental Indenture of Trust, the
25 Second Supplemental Indenture of Trust, the Third
26 Supplemental Indenture of Trust, and the Fourth
27 Supplemental Indenture of Trust, dated as of May 15,
28 1992, August 22, 1992, March 31, 1993 and May 31, 1993,
29 respectively, and the Amendment to Loan Agreement dated
30 as of May 31, 1993, comply with the purposes and
31 provisions of the Act.

32 Section 2. The aforementioned First
Supplemental Indenture of Trust, the Second
Supplemental Indenture of Trust, the Third Supplemental
Indenture of Trust, and the Fourth Supplemental
Indenture of Trust, and the aforementioned Amendment to
Loan Agreement (collectively the "Financing Agreement
Amendments") are hereby approved, ratified and
confirmed in all respects, and the Financing Agreement
Amendments shall be incorporated herein by reference,
and copies thereof shall be inserted in the minutes of
the Common Council and kept on file by the Clerk.

Section 3. This Resolution shall be in full
force and effect from and after its passage and signing
by the Mayor.


Council Member

APPROVED AS TO FORM
AND LEGALITY:


J. Timothy McCaulay,
City Attorney

FOUR STAR BOND
SOUTHWORTH CO. U.S.A.
25% COTTON FIBER

Read the first time in full and on motion by Lunsey, seconded by _____, and duly adopted, read the second time by title and referred to the Committee on Finance (and the City Plan Commission for recommendation) and Public Hearing to be held after due legal notice, at the Common Council Conference Room 128, City-County Building, Fort Wayne, Indiana, on _____, the _____, day of _____, 19____, at _____ o'clock _____ M., E.S.T.

DATED: 8-10-93

Sandra E. Kennedy
SANDRA E. KENNEDY, CITY CLERK

Read the third time in full and on motion by Belmick, seconded by _____, and duly adopted, placed on its passage. PASSED ~~LOST~~ by the following vote:

	AYES	NAYS	ABSTAINED	ABSENT
TOTAL VOTES	<u>8</u>			<u>1</u>
BRADBURY	<u>✓</u>			
EDMONDS	<u>✓</u>			
GiaQUINTA	<u>✓</u>			
HENRY	<u>✓</u>			
LONG	<u>✓</u>			
LUNSEY				<u>✓</u>
RAVINE	<u>✓</u>			
SCHMIDT	<u>✓</u>			
TALARICO	<u>✓</u>			

DATED: 8-24-93

Sandra E. Kennedy
SANDRA E. KENNEDY, CITY CLERK

Passed and adopted by the Common Council of the City of Fort Wayne, Indiana, as (ANNEXATION) (APPROPRIATION) (GENERAL) (SPECIAL) (ZONING) ORDINANCE RESOLUTION NO. Q-46-93 on the 24th day of August, 1993

ATTEST:

(SEAL)

Sandra E. Kennedy
SANDRA E. KENNEDY, CITY CLERK

Mark C. GiaQuinta
PRESIDING OFFICER

Presented by me to the Mayor of the City of Fort Wayne, Indiana, on the 25th day of August, 1993, at the hour of 8:30 o'clock PM, M., E.S.T.


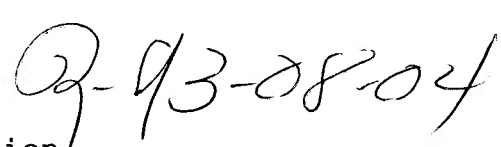
Sandra E. Kennedy
SANDRA E. KENNEDY, CITY CLERK

Approved and signed by me this 25 day of August, 1993, at the hour of 9:20 o'clock A M., E.S.T.

Mark C. GiaQuinta, designee for:
PAUL HELMKE, MAYOR

M E M M O R A N D U M

TO: City Council

FROM: R. David Boyer 
Associate City Attorney
Economic Development Commission 

RE: Economic Development Revenue Refunding Bonds, Series 1987
(Georgetown Place Venture Project)

DATE: July 29, 1993

Attached is a proposed Resolution relative to Economic Development Revenue Refunding Bonds, Series 1987 (Georgetown Place Venture Project). The attached Resolution is proposed by bond counsel for the issue. After these bonds were originally issued, there were problems with an off-shore letter of credit bank. Subsequently, the letter of credit bank has been replaced by Norwest and they are nearly ready to market the bonds. Various extensions of time have been agreed to marketing of the bonds. The most recent extends the time through October 1, 1993. The attached Resolution simply confirms the consensual extensions. Attorney Dick Fox, bond counsel, has prepared the Resolution and requests to be heard on it.

DIGEST SHEET

TITLE OF ORDINANCE RESOLUTION

DEPARTMENT REQUESTING ORDINANCE ECONOMIC DEVELOPMENT

SYNOPSIS OF ORDINANCE RESOLUTION APPROVES VARIOUS AMENDMENTS FOR
EXTENSION OF TIME TO THE INDENTURE OF TRUST AND LOAN AGREEMENT TO
MARKET BONDS.

EFFECT OF PASSAGE INDENTURE OF TRUSTS ARE APPROVED. BONDS CAN BE
ISSUED

EFFECT OF NON-PASSAGE BONDS CANNOT BE ISSUED.

MONEY INVOLVED (DIRECT COSTS, EXPENDITURES, SAVINGS) _____

ASSIGNED TO COMMITTEE (PRESIDENT) _____

BILL NO. R-93-08-04

REPORT OF THE COMMITTEE ON
FINANCE

ARCHIE L. LUNSEY & DONALD J. SCHMIDT - CO-CHAIRPERSONS
HENRY, EDMONDS, LONG

WE, YOUR COMMITTEE ON FINANCE TO WHOM WAS

REFERRED AN ~~(ORDINANCE)~~ (RESOLUTION) APPROVING AND CONFIRMING
CERTAIN AMENDMENTS TO THE INDENTURE OF TRUST AND LOAN AGREEMENT
RELATING TO THE CITY OF FORT WAYNE VARIABLE RATE DEMAND ECONOMIC
DEVELOPMENT REVENUE REFUNDING BONDS, SERIES 1987 (GEORGETOWNE PLACE
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THERE TO

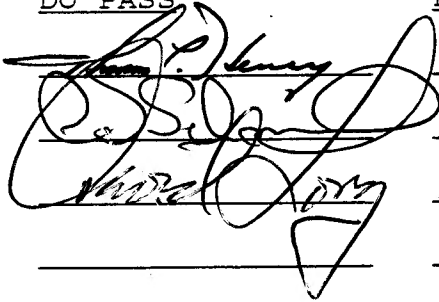
HAVE HAD SAID ~~(ORDINANCE)~~ (RESOLUTION) UNDER CONSIDERATION
AND BEG LEAVE TO REPORT BACK TO THE COMMON COUNCIL THAT SAID
(~~ORDINANCE~~) (RESOLUTION) _____

DO PASS

DO NOT PASS

ABSTAIN

NO REC



DATED: 8-24-93.

Sandra E. Kennedy
City Clerk